

Eldon Street (Jefferson) Limited

Annual Reports and Financial Statements

For the year ended 30 November 2013

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29/08/2014

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COMPANIES HOUSE

Eldon Street (Jefferson) Limited

Registered No. 04818378

DIRECTORS

A J Brereton
R Harper

AUDITORS

Mercer & Hole
Fleet Place House
2 Fleet Place
London
EC4M 7RF

REGISTERED OFFICE

Lehman Brothers
Level 23
25 Canada Square
London
E14 5LQ

Eldon Street (Jefferson) Limited

STRATEGIC REPORT

The Directors present their strategic report for the year ended 30 November 2013.

REVIEW OF BUSINESS AND FUTURE DEVELOPMENTS

The Company continued to hold its investments in SAS Jefferson Developpement and SAS Margaux Developpement.

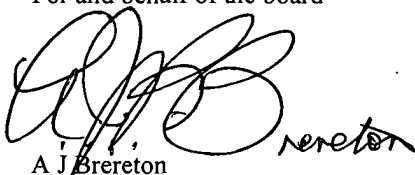
The ultimate parent undertaking of Eldon Street (Jefferson) Limited, Lehman Brothers Holdings Inc., incorporated in the State of Delaware in the United States of America, filed for Chapter 11 bankruptcy protection on 15 September 2008. On 6 December 2011, the United States Bankruptcy Court for the Southern District of New York confirmed the modified Third Amended Joint Chapter 11 Plan for Lehman Brothers Holdings Inc. and its Affiliated Debtors and on 6 March 2012, the "Effective Date" occurred. As a result of the effectiveness of the Plan, Lehman Brothers Holdings Inc. and its Affiliated Debtors have emerged from bankruptcy.

The immediate parent undertaking of Eldon Street (Jefferson) Limited, Eldon Street Holdings Limited, went into administration on 9 December 2008.

Following the events noted above the Company no longer has a continuing trade and there are no plans for the Company to re-invest in property or joint ventures, accordingly, these financial statements have not been prepared on a going concern basis. The impact of this is discussed in note 1 of the financial statements.

Following the announcement of the immediate parent undertaking, Eldon Street Holdings Limited, going into administration the Directors resolved to provide in full for the amount owed by the parent.

For and behalf of the board



A J Brereton

Director

Date 28/08/2014

Eldon Street (Jefferson) Limited

DIRECTORS' REPORT

The Directors present their report and accounts for the year ended 30 November 2013.

RESULTS AND DIVIDENDS

The Company's profit for the year is set out on page 7. The Directors do not recommend the payment of a dividend (2012: nil).

PRINCIPAL ACTIVITIES

Eldon Street (Jefferson) Limited makes investments in property companies.

DIRECTORS' AND OFFICERS' LIABILITY AND INDEMNITY

A liability and indemnity insurance for the Directors of Eldon Street (Jefferson) Limited was maintained throughout the year. The liability and indemnity insurance was still in place at the date of signing this report.

DIRECTORS

The following Directors held office since 1 December 2012:

A J Brereton
R Harper

STATEMENT OF DISCLOSURE TO AUDITORS

So far as the Directors are aware, there is no relevant audit information of which the Company's auditors are unaware. Additionally, the Directors have taken all necessary steps that they ought to have taken as Directors in order to make themselves aware of all relevant audit information and to establish that the Company's auditors are aware of that information.

AUDITORS

The auditors, Mercer & Hole, are deemed to be reappointed under Section 487(2) of the Companies Act 2006.

For and on behalf of the board



A J Brereton

Director

Date: 28/08/2014

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

The Directors are responsible for preparing the accounts in accordance with applicable law and regulations.

Company law requires the Directors to prepare accounts for each financial year. Under that law the Directors have elected to prepare the accounts in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business. As explained in note 1, the Directors do not believe that it is appropriate to prepare these financial statements on a going concern basis.

The Directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the accounts comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Eldon Street (Jefferson) Limited

INDEPENDENT AUDITORS' REPORT

to the members of Eldon Street (Jefferson) Limited

We have audited the financial statements of Eldon Street (Jefferson) Limited for the year ended 30 November 2013 set out on pages 7 to 15. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the Directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 November 2013 and of its result for the year then ended
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice.
- have been properly prepared in accordance with the Companies Act 2006

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statement

Eldon Street (Jefferson) Limited

INDEPENDENT AUDITORS' REPORT to the members of Eldon Street (Jefferson) Limited

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Mercer & Hole

Andrew Crook BA ACA (Senior Statutory Auditor)
for and on behalf of Mercer & Hole

29 August 2014

Chartered Accountants
Statutory Auditor

Fleet Place House
2 Fleet Place
London
EC4M 7RF

Eldon Street (Jefferson) Limited

PROFIT & LOSS ACCOUNT

For the year ended 30 November 2013

		2013	2012
	<i>Notes</i>	£	£
Operating income		9,114	
Operating expenses		-	(12,203)
OPERATING (LOSS)/ PROFIT	2	9,114	(12,203)
Tax on profit/(loss) on ordinary activities	4	800	-
PROFIT/(LOSS) FOR THE FINANCIAL YEAR	9	9,914	(12,203)

All activities have been discontinued.

The notes on pages 10 to 15 form part of the financial statements.

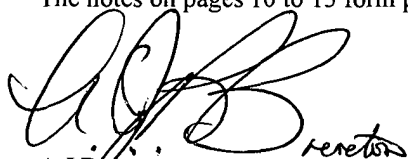
Eldon Street (Jefferson) Limited

BALANCE SHEET at 30 November 2013

	Notes	2013 £	2012 £
CURRENT ASSETS			
Investments	5	-	-
Debtors	6	14,618	10,698
Cash at bank		<u>393,119</u>	<u>387,125</u>
		407,737	397,823
CURRENT LIABILITIES			
Creditors: amounts falling due within one year	7	(68,647)	(68,647)
		<u>339,090</u>	<u>329,176</u>
NET ASSETS			
		<u>339,090</u>	<u>329,176</u>
CAPITAL AND RESERVES			
Called up share capital	8	1	1
Profit and loss account	9	339,089	329,175
		<u>339,090</u>	<u>329,176</u>
SHAREHOLDER'S FUNDS			
	9	<u>339,090</u>	<u>329,176</u>

These financial statements were approved by the board of Directors on 28/08/2014 and were signed on its behalf by:

The notes on pages 10 to 15 form part of the financial statements.


A J Bereton
Director

Registered No. 04818378

Eldon Street (Jefferson) Limited

CASHFLOW STATEMENT for the year ended 30 November 2013

	<i>Notes</i>	2013 £	2012 £
Net cash inflow/(outflow) from operating activities	10	5,994	(45,108)
Returns on investment and servicing of finance	11	-	-
Taxation	11	-	21,904
Increase/(Decrease) in cash in the year	12	<u>5,994</u>	<u>(23,204)</u>

Eldon Street (Jefferson) Limited

NOTES TO THE ACCOUNTS at 30 November 2013

1. ACCOUNTING POLICIES

Accounting Convention

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards.

The Directors have considered the factors discussed in the Directors' Report regarding the post balance sheet events and the lack of a continuing trade in the Company and have resolved that they do not consider the Company to be a going concern. These accounts have therefore been prepared on a break-up basis.

Current Asset Investments

Unlisted investments are stated at the lower of historic cost and net realisable value.

Foreign Currency

Foreign currency assets and liabilities are translated into sterling at rates of exchange ruling at the balance sheet date. Any differences arising from translation and conversion are dealt with in the profit and loss account. Transactions during the year expressed in foreign currencies are converted into sterling at the prevailing rates of exchange on the date in which they occur.

2. OPERATING PROFIT/(LOSS)

Operating profit/(loss) is stated after (debiting)/crediting:

	2013	2012
	£	£
Administration costs	(66)	(230)
Reversal of accruals	-	8,571
Foreign exchange gain/(loss)	9,180	(20,544)
	<u>9,114</u>	<u>(12,203)</u>

Auditors' remuneration for 2013 and 2012 in respect of audit services was borne by the immediate parent Company.

Eldon Street (Jefferson) Limited had no employees during the period (2012 – none).

3. DIRECTORS' EMOLUMENTS

The Directors who served during the year were remunerated by LB SF Warehouse Limited both in 2013 and 2012.

Eldon Street (Jefferson) Limited

NOTES TO THE ACCOUNTS at 30 November 2013

4. TAX ON PROFIT/(LOSS) ON ORDINARY ACTIVITIES

	2013	2012
a) Tax on profit/(loss) on ordinary activities	£	£
UK corporation tax	-	-
Adjustments in respect of prior year	800	-
Total current tax	<u>800</u>	<u>-</u>

b) Factors affecting current tax charge

The tax assessed on the profit/(loss) on ordinary activities for the current year is at the standard rate of corporation tax in the UK of 23.33% (2012: 24.67%). The difference is explained below:

Profit/ (Loss) on ordinary activities before tax	<u>9,114</u>	<u>(12,203)</u>
Profit/ (Loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 23.33% (2012: 24.67%)	2,127	(3,010)
Losses carried forward not recognised	-	3,010
Utilisation of tax losses brought forward	(2,127)	-
Adjustments in respect of prior years	800	-
Current tax credit for the year	<u>800</u>	<u>-</u>

Losses of £7,085 (2012; £22,198) resulting in a deferred tax asset of £1,488 (2012; £5,106) have not been recognised. The deferred tax asset has not been recognised due to the uncertainty surrounding the Company's future profitability.

The reduction in the UK corporation tax rate to 21% was substantively enacted in July 2013 and is effective from 1 April 2014. In addition, the Government announced its intention to further reduce the UK corporation tax rate to 20% from 1 April 2015. The aggregate impact of the proposed reductions to 20% in would reduce the deferred tax asset unrecognised by £71.

Eldon Street (Jefferson) Limited

NOTES TO THE ACCOUNTS at 30 November 2013

5. CURRENT ASSET INVESTMENTS

Cost:	£
At 30 November 2012	26,610
Exchange movement	702
At 30 November 2013	<u>27,312</u>
Impairment:	
At 30 November 2012	(26,610)
Impairment of investments	(702)
At 30 November 2013	<u>(27,312)</u>
Net carrying amount as at 30 November 2012 and 30 November 2013	<u>-</u>

The following information as at 30 November 2013 relates to the current asset investments of Eldon Street (Jefferson) Limited. These investments are registered in France.

In the opinion of the Directors, the values of the current asset investments are not less than the amount at which they are stated in the accounts.

<i>Name of company</i>	<i>Description of shares held by company</i>	<i>Proportion of nominal value and voting rights of shares held</i>	<i>Principal business</i>
SAS Jefferson Developpement*	Ordinary	48%	Real Estate Development
SAS Margaux Developpement	Ordinary	42%	Real Estate Development

*SAS Jefferson Developpement is in the process of being wound up.

The following information is taken from the audited consolidated accounts of SAS Jefferson Developpement for the year ended 30 September 2013 and the audited accounts of SAS Margaux Developpement for the year ended 31 December 2012.

	<i>SAS Margaux Developpement €</i>	<i>SAS Jefferson Developpement €</i>
Capital and reserves	2,244,193	201,241
Loss for the year	218,501	(15,908)

Eldon Street (Jefferson) Limited

NOTES TO THE ACCOUNTS at 30 November 2013

6. DEBTORS

	2013 £	2012 £
Amounts due from immediate parent undertaking	1,517,792	1,514,672
Provision against amounts owed by immediate parent undertaking	(1,514,672)	(1,514,672)
Amounts due from group undertakings	800	-
Corporation tax debtor	10,000	10,000
Other debtors	698	698
	<u>14,618</u>	<u>10,698</u>

The loan from Eldon Street (Jefferson) Limited to Eldon Street Holdings Limited is repayable on demand.

Following the announcement of the immediate parent undertaking going into administration, the Directors resolved to provide in full for the amount owed. From that point onwards, no interest was charged on this loan.

7. CREDITORS: amounts falling due within one year

	2013 £	2012 £
Amounts due to group undertakings	68,647	68,647
	<u>68,647</u>	<u>68,647</u>

8. SHARE CAPITAL

	2013 £	2012 £
Allotted, called up and unpaid:		
1 Ordinary share of £1	<u>1</u>	<u>1</u>

Eldon Street (Jefferson) Limited

NOTES TO THE ACCOUNTS at 30 November 2013

9. RECONCILIATION OF SHAREHOLDER'S FUNDS AND MOVEMENT ON RESERVES

	Share capital £	Profit and Loss Account £	Total shareholder's funds £
At 30 November 2011	1	341,378	341,379
Loss for the financial year	-	(12,203)	(12,203)
At 30 November 2012	1	329,175	329,176
Profit for the financial year	-	9,914	9,914
At 30 November 2013	1	339,089	339,090

10. CASH FLOW FROM OPERATING ACTIVITIES

Reconciliation of operating profit to net cash inflow from operating activities: -

	2013 £	2012 £
Operating profit/(loss)	9,114	(12,203)
Decrease in creditors	-	(32,905)
Increase in debtors	(3,120)	-
Total net cash inflow from operating activities	5,994	(45,108)

11. ANALYSIS OF CASH FLOW

	2013 £	2012 £
Taxation		
Corporation tax (payment)/refund	-	21,904

Eldon Street (Jefferson) Limited

NOTES TO THE ACCOUNTS at 30 November 2013

12. ANALYSIS OF NET FUNDS

	At 1 December 2012 £	Cash flows £	At 30 November 2013 £
Cash at bank and in hand	387,125	5,994	393,119
Net funds	387,125	5,994	393,119

13. RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

	2013 £	2012 £
Increase/(Decrease) in cash in the year	5,994	(23,204)
Movement in net funds in the year	5,994	(23,204)
Opening net funds	387,125	410,329
Closing net funds	393,119	387,125

14. CONTINGENT LIABILITIES

The Company is registered with HM Customs & Excise as a member of the Lehman Brothers Limited group for VAT purposes and as a result, is jointly and severally liable on a continuing basis for amounts owing by other members of the group in respect of unpaid VAT.

15. PARENT UNDERTAKING AND CONTROLLING PARTY

The immediate parent Company is Eldon Street Holdings Limited, which went into administration on 9 December 2008.

The ultimate parent undertaking of Eldon Street (Jefferson) Limited, Lehman Brothers Holdings Inc., incorporated in the State of Delaware in the United States of America, filed for Chapter 11 bankruptcy protection on 15 September 2008. On 6 December 2011, the United States Bankruptcy Court for the Southern District of New York confirmed the modified Third Amended Joint Chapter 11 Plan for Lehman Brothers Holdings Inc. and its Affiliated Debtors and on 6 March 2012, the "Effective Date" occurred. As a result of the effectiveness of the Plan, Lehman Brothers Holdings Inc. and its Affiliated Debtors have emerged from bankruptcy.

16. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption available in FRS 8 "Related party disclosures" whereby it has not disclosed transactions with any wholly owned subsidiary undertaking of the group.